

Exhibit A

Tuesday, May 19, 2015 at 3:48:53 PM Mountain Daylight Time

Subject: RE: Almost complete docs

Date: Tuesday, January 3, 2012 at 7:43:15 AM Mountain Standard Time

From: Tolly DiCosmo

To: Paul Morrell

Paul:

Congratulations!

Sound like you were able to negotiate most all the items you were hoping for. I did not see in the comments below mention of the \$4.0 million note receivable. Were you able to retain that in the agreement?

What can we do here to expedite or help you follow through with the open items. Would you like me to contact George for anything?

Thanks,

Tolly

From: Paul Morrell

Sent: Tuesday, January 03, 2012 7:27 AM

To: Tolly DiCosmo; Marty Petersen; Marion Glover; Barbara Damato

Subject: Fwd: Almost complete docs

FYI.

Sent from my iPad

Begin forwarded message:

From: Paul Morrell <Paul.Morrell@almmorrell.com>

Date: January 3, 2012 5:24:31 PM GMT+03:00

To: Phil Morrell <Phil.Morrell@almmorrell.com>

Subject: Fwd: Almost complete docs

Phil,

We finalized the agreement today. The terms are essentially unchanged but let me give you a summary:

We are selling 90% of our Iraqi entity called Bright Pearl that I'm shown as a 100% owner. You are still welcome to some or all of the retained 10%.

We are selling all of AMD's assets to Bright Pearl.

We are transferring all trademarks and licenses to Bright Pearl.

AMD will function as an employee leasing vendor for Bright Pearl until we transfer them to Bright Pearl. We will probably NOT transfer expats to Bright Pearl as that makes them subject to Iraqi taxes. This is still being investigated.

We will receive the \$4mm balance upon finalization of the items listed below.

The transaction is effective 12/31/11.

We receive all cash in bank and cash on hand and receivables as of 12/31/11. The process to transfer the cash on hand is TBD.

We transfer \$1.4mm in liabilities to Bright Pearl. I anticipate the actual transfer to be a function of AMD paying the payables as AMD is legally obligated and then invoicing Bright Pearl for reimbursement.

AMD0014

The contract itself is somewhat clumsy and incomplete but it's the best I could get through this legal team. I think it addresses the most important points.

Sent from my iPad

Begin forwarded message:

From: Paul Morrell <Paul.Morrell@almorrell.com>
Date: January 3, 2012 5:06:33 PM GMT+03:00
To: Saif Law <info@saiflaw.com>
Subject: Re: Almost complete docs

Test

Sent from my iPad

On Jan 3, 2012, at 5:04 PM, "Saif Law" <info@saiflaw.com> wrote:

Dear Mr.Paul
Kindly provide with the following:

- 1- The documents that prove your authorization to sign the contract
- 2- Board of directors decision confirming the acceptance of transferring of assets
- 3- Copies of Trade Mark registration License
- 4- Assigning The trade Mark to the new company
- 5- Assigning The Investment License to the new company
- 6- Providing us with full documents of the new company the Iraqi company in order to transfer the shares as soon as possible
- 7- Mandate Issued duly in order to assign the Trade mark & Investment license

Best Regards

Saifuldeen T.Muhsin

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